

Schall Thomas J.  
Form 4  
May 23, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Schall Thomas J.

(Last) (First) (Middle)

C/O CHEMOCENTRYX, INC., 850  
MAUDE AVENUE

(Street)

MOUNTAIN VIEW, CA 94043

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

ChemoCentryx, Inc. [CCXI]

3. Date of Earliest Transaction  
(Month/Day/Year)

05/21/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

President and CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	05/21/2018		M		33,938	A \$ 6	2,218,932 D
Common Stock	05/21/2018		S <sup>(1)</sup>		16,140 <u>(2)</u>	D \$ 13.004 <u>(3)</u>	2,202,792 D
Common Stock	05/21/2018		S <sup>(1)</sup>		17,798 <u>(2)</u>	D \$ 12.1439 <u>(4)</u>	2,184,994 D
Common Stock	05/22/2018		M		30,932	A \$ 6	2,215,926 D
Common Stock	05/22/2018		S <sup>(1)</sup>		30,932 <u>(2)</u>	D \$ 13.0011	2,184,994 D

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(5)

Common Stock	05/23/2018		M	27,928	A	\$ 6	2,212,922	D
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Common Stock	05/23/2018		S(1)	27,928	D	\$ 13.0082	2,184,994	D
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(6)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to buy)	\$ 6	05/21/2018		M	16,140	07/29/2009(7) 07/29/2019	Common Stock 16,140
Stock Option (Right to buy)	\$ 6	05/21/2018		M	17,798	09/10/2009(7) 09/10/2019	Common Stock 17,798
Stock Option (Right to buy)	\$ 6	05/22/2018		M	30,932	07/29/2009(9) 07/29/2019	Common Stock 30,932
Stock Option (Right to Buy)	\$ 6	05/23/2018		M	27,928	07/29/2009(10) 07/29/2019	Common Stock 27,928

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director    10% Owner    Officer    Other

Schall Thomas J.  
C/O CHEMOCENTRYX, INC.  
850 MAUDE AVENUE  
MOUNTAIN VIEW, CA 94043

X

President and CEO

## Signatures

/s/ Susan M. Kanaya, as  
Attorney-in-fact

05/23/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares sold are associated with stock options that will expire in 2019.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.  
Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$13.01 to \$13.02 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
- (3) Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$12.00 to \$12.65 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
- (4) Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$13.00 to \$13.01 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
- (5) Reflects the weighted average sale price of the shares sold. The shares were sold in multiple trades at prices ranging from \$13.00 to \$13.09 per share. The Reporting Person will provide to the SEC staff, the issuer or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
- (6) As of May 21, 2018, and prior to this transaction, the exercised options were fully vested.
- (7) Not applicable.
- (8) As of May 22, 2018, and prior to this transaction, the exercised options were fully vested.
- (9) As of May 23, 2018, and prior to this transaction, the exercised options were fully vested.
- (10)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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